

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

QUALCOMM INCORPORATED,)	
a Delaware corporation; and)	
QUALCOMM TECHNOLOGIES, INC.,)	
a Delaware corporation,)	
)	C.A. No. 24-490 (MN)
Plaintiffs,)	
)	
v.)	
)	
ARM HOLDINGS PLC., f/k/a ARM LTD.,)	
a U.K. corporation,)	
)	REDACTED PUBLIC VERSION
Defendant.)	

**PLAINTIFFS' CONCISE STATEMENT OF FACTS IN SUPPORT OF THEIR
OPPOSITION TO ARM'S MOTION FOR SUMMARY JUDGMENT THAT
SECTION [REDACTED] OF THE TLA AND ALA IS UNENFORCEABLE**

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Original filing date: November 7, 2025
Redacted filing date: November 21, 2025

I. SECTIONS [REDACTED] OF THE QUALCOMM ALA AND TLA ARE ENFORCEABLE

1. [REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED] D.I. 428 Ex. 3 § [REDACTED]

2. [REDACTED]
[REDACTED]
[REDACTED]
[REDACTED] D.I. 428 Ex. 3 § [REDACTED].

3. [REDACTED]
[REDACTED]
[REDACTED]
[REDACTED] D.I. 428 Ex. 2 §§ [REDACTED].

4. [REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED] D.I. 428 Ex. 2 § [REDACTED]

5. Both the ALA and TLA [REDACTED]
[REDACTED]
[REDACTED]

[REDACTED]

[REDACTED].” D.I. 428 Ex. 2 § [REDACTED]; D.I. 428 Ex. 3 §§ [REDACTED] [REDACTED]

[REDACTED]

[REDACTED] t.

6. [REDACTED]

[REDACTED]

[REDACTED]. D.I. 428 Ex. 2 [REDACTED]. [REDACTED]

[REDACTED] D.I. 428 Ex. 3 § [REDACTED].

A. The [REDACTED] Remedy Is Not A Liquidated Damages Provision.

7. [REDACTED] of the TLA and ALA do not provide any fixed amount of damages in the event of breach. D.I. 428 Ex. 2 [REDACTED] D.I. 428 Ex. 3 [REDACTED]

8. [REDACTED] of the TLA and ALA do not provide any formula by which damages can be readily ascertained, such as [REDACTED]

[REDACTED]. D.I. 428 Ex. 2 [REDACTED]; D.I. 428 Ex. 3 § [REDACTED].

9. [REDACTED]

[REDACTED]

[REDACTED] D.I. 428 Ex. 3 § [REDACTED]; D.I. 428 Ex. 2 § [REDACTED]. These factors change depending on [REDACTED]

[REDACTED]. Ex. 22 at –372 [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]); *Id.* (providing for

[REDACTED]

[REDACTED]; Ex. 4 (Cochron) at 200:12-201:11; Ex. 24 (summary of royalties paid for HHY); D.I. 428 Ex. 4 ¶¶ 32-47, Schedule 2.1-2.4 (royalty payments from 2023-2025).

10. Qualcomm's business plans, including product roadmaps and product release plans, are constantly changing. [REDACTED]

[REDACTED]

[REDACTED]. Ex. 2 (Amon) at 69:7-71:6; 80:15-83:17; 107:1-108:13; Ex. 3 (Asghar) at 36:4-39:20; 43:11-44:14; Ex. 5 (Varma) at 101:17-103:5; 128:21-129:1 [REDACTED]; Ex. 6 (G. Williams) at 66:20-67:3; Exs. 11-14; *see also* Exs. 25-46; D.I. 435 Ex. 2.

11. [REDACTED] are not certain or readily ascertainable. D.I. 445 Ex. 39 at 10 [REDACTED]

B. If Section [REDACTED] Is A Liquidated Damages Provision, It Is Not An Unenforceable Penalty.

12. [REDACTED] of the ALA and TLA were [REDACTED]. Ex. 1 (Sand) at 16:16-23:23; Ex. 93 (Weiser) at 52:12-55:21; *see also e.g.*, Ex. 18; Ex. 17 at -662 (Arm's [REDACTED]); Ex. 16 at -135 (April 2013 TLA redline); Ex. 93 (Weiser) at 77:10-23, 152:2-157:19; D.I. 415 ¶ 2.

13. At the time of negotiations, Qualcomm expressed concerns to Arm that [REDACTED]

[REDACTED]

[REDACTED] Ex. 93 (Weiser) at 153:25-155:7. During negotiations, Qualcomm also expressed concern that [REDACTED]

[REDACTED]

[REDACTED]

Id.; see also *id.* 78:23-79:24, 154:21-155:16; D.I. 411 Ex. 2 ¶¶ 64-66.

14. At the time of those negotiations through present, Arm is the exclusive licensor of the Arm ISA and has control over its Architecture and all Arm implementation cores and other off-the-shelf Arm technology. D.I. 411 Ex. 2 at ¶¶ 11-12; D.I. 234 ¶¶ 1-3.

15. At the time of those negotiations through present, there has not been a viable alternative to Arm's ISA for all applications. See D.I. 411 Ex. 2 ¶¶ 11, 33-35; Ex. 15 at -146; Ex. 3 (Asghar) at 106:6-23; Ex. 9 at -058; Ex. 10 at -029.

16. Qualcomm's chip business is a multi-billion dollar a year business. In the 2023-2024 fiscal year, Qualcomm generated \$32.8 billion from the sale of equipment and services, including \$24.8 billion from handsets alone. Ex. 23 at 41, 44. [REDACTED]

[REDACTED].

17. Qualcomm's 30(b)(6) witness for ALA and TLA negotiations testified that [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED] Ex. 93 (Weiser) at 153:5-19.

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CERTIFICATE OF SERVICE

I hereby certify that on November 7, 2025, I caused the foregoing to be electronically filed with the Clerk of the Court using CM/ECF, which will send notification of such filing to all registered participants.

I further certify that I caused copies of the foregoing document to be served on November 7, 2025, upon the following in the manner indicated:

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